MARVEL COMICS

PLANET OF THE SYMBIOTES Part 1 of Five

THE AMAZING SPIDER-MAN

#1 1995

APPROVED BY THE COMICS CODE AUTHORITY

SUPER SPECIAL



BITTEN BY A RADIOACTIVE SPIDER, STUDENT **PETER PARKER** GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

Stan Lee PRESENTS: **THE AMAZING SPIDER-MAN**®

MAN, YOU GUYS JUST KILL ME--!

ZZRATCH

ZZWAK

VREEE

VREEET

PLANET OF THE SYMBIOTES CHAPTER ONE:

THE FAR CRY!

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YOU SAY YOU'RE *NEO-LUDDITES*, WANT TO ELIMINATE *TECHNOLOGY*--

--BUT YOU DO IT WITH STOLEN *LASER* RIFLES?!?

BESIDES, DESTROYING THAT *CLYSTRON WAVE MODULATOR* IS WORTH ANY *COMPROMISE!*

THAT'S THEIR TARGET? THAT BIG MACHINE SUSPENDED OVERHEAD?

IT *COMPACTS* ENERGY WAVES, MULTIPLYING THE STRENGTH OF ANY ATTACHED *POWER SOURCE* BY TEN!

TECHNOLOGY ALREADY BLIGHTS THE ENVIRONMENT-- THIS "ADVANCE" COULD INCREASE THAT DETERIORATION *TENFOLD!*

TALK ABOUT *MEGA*-HYPOCRISY--!

THE DEVIL'S *ARMS* SERVE WELL AGAINST THE DEVIL'S *WORK!*

SPIDER-SENSE TINGLING!

CAUGHT IN A SQUEEZE PLAY!

CAN'T TUMBLE AWAY IN TIME!

BUT WITH THE PRO-PORTIONATE STRENGTH OF A *SPIDER*--

TOK

"--I DON'T HAVE TO!"

SKTASH

SIXTY SECONDS EARLIER, ONE BLOCK AWAY.

IS IT... US?

EDDIE BROCK COMMUNES WITH THE ALIEN SYMBIOTE THAT MIMICS HIS HUMAN CLOTHING.

EVER SINCE WE JOINED, BECAME ONE--

--BECAME VENOM--

--I SAW US AS KINDRED SPIRITS, ACTING TOGETHER. NOW--

--I'M NOT SURE.*

*SINCE THE EVENTS OF VENOM: SEPARATION ANXIETY. -- TOM

I KNOW IT'S RIGHT TO PROTECT INNOCENTS, NO MATTER WHAT COST--

--INCLUDING THE DEATHS OF THOSE WHO'D HINDER US! AND YET...

...HAVE THOSE DEATHS BEEN OUR CHOICE, OR YOURS?

I WAS ALWAYS A PHYSICAL PERSON, BUT UNTIL OUR UNION I WAS NEVER SO--

--VIOLENT?

SKTASH

TWELVE DOWN, THIRTY OR FORTY TO GO!
sigh
GONNA BE A LONG DAY...!
AWRIGHT! FROM UP HERE, I CAN GET A CLEAR SHOT AT--
--huh? A SHADOW! FROM--







IF HE'LL JUST BEHAVE 'TIL I CAN GET FREE...!

UNCARING NEANDERTHALS LIKE YOU TEND TO HAVE TINY BRAINS!

PLIP!

YUM!

smack

WE LOOOOOVE HORS D'OEUVRES!

NO! GOTTA GET OVER THERE BEFORE--
WAIT!











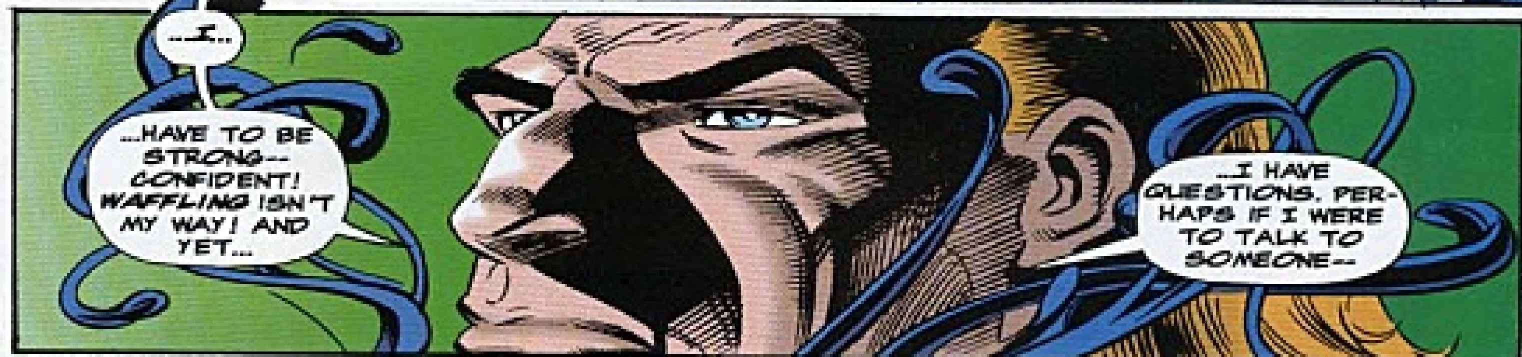
VENOM AND YOUR BUDDIES TOOK OFF!
BUT WHAT TO DO WITH YOU...?
SLOWLY, SPIDER-MAN'S FINGERS CURL TOWARDS HIS PALM...
...WHERE THEY LIGHTLY TAP THE TRIGGER OF HIS WEB-SHOOTER!
SIRENS HEADED THIS WAY!
POLICE CAN HANDLE IT NOW!
NUTS! FIGURED VENOM'D BE LONG GONE--
--BUT THOSE LUDDITES ARE NOWHERE IN SIGHT, EITHER!
I MAY HAVE A CLUE, THOUGH: I'VE HEARD THE WORD "SPERZEL" BEFORE!
JUST CAN'T PLACE IT!
HARD TO CONCENTRATE, AFTER WHAT I SAW!
VENOM'S HESITATION IS SOMETHING NEW, AND COULD BE BIG!
I'VE NEVER BEEN ABLE TO PUT VENOM COMPLETELY OUT OF BUSINESS BEFORE! BUT NOW--

--THERE MAY BE A WAY TO MAKE *EDDIE BROCK* DO IT!

THIS IS BAD.

OUR EFFICIENCY AS A *PROTECTOR* IS BEING *COMPROMISED!*

WE...



--WHAT?

YES! YOU'RE *RIGHT!*

I DON'T *NEED* ANYONE ELSE! I'M EDWARD ALLAN BROCK! AND BY HEAVEN, I AM THE *MASTER* OF MY OWN FATE!

AREN'T I...?

YEP, YOU'RE A *TUB*, ALL RIGHT!

C'MON, MARY JANE--

--YOU HAVEN'T GAINED AN *OUNCE* SINCE WE WERE MARRIED! DRINK UP!

WHOLE MILK'S GOOD FOR YOU--AND EVEN BETTER FOR THE *BABY*!

OH, OKAY, "DR. PARKER"!

BUT ONLY IF YOU PRESCRIBE A LITTLE MORE *HOME TIME* FOR YOURSELF!

WISH I COULD, HON.



--IF I CAN EXPLOIT THE *RIFT* I SAW BETWEEN EDDIE BROCK AND HIS "OTHER"--

--MAYBE I CAN CONVINCE HIM TO *CHOOSE* NOT TO BE VENOM ANY MORE!

AND TO MANAGE THAT, I'LL HAVE TO DO A LITTLE--

"--RESEARCH!"

YEAH, *REED* USETA DO A LOT O' THAT RESEARCH STUFF, TOO!

I CAN IMAGINE! THANKS FOR LETTING ME TAP THE *FANTASTIC FOUR'S* DATABASE, BEN.

NO PROBLEM.

JUST GO TO THE MAIN MENU AND CLICK ON "SPIDER-MAN," KID.

UNFORTUNATELY, THIS *MISSION REVIEW* ISN'T TELLING ME A LOT I DIDN'T ALREADY KNOW! AFTER ALL--

"--I WAS THERE *WITH* THE FF ON BATTLE-WORLD, DURING THE GREAT SUPER HERO WAR!

"WHEN MY COSTUME GOT DAMAGED, *THE HULK* TOLD ME THERE WAS A MACHINE THAT COULD GENERATE A NEW ONE BY THOUGHT ALONE!*

*SEE MARVEL SUPER HEROES SECRET WARS #8. --TOM

"BUT WHEN I FOUND WHAT I ASSUMED WAS THE RIGHT MACHINE, AND STUCK MY HEAD IN--

"--THIS BLACK *BLOB* POPPED OUT!

"IT FLOWED UP MY ARM, BECAME A NEW COS-TUME THAT OBEYED MY MENTAL COMMANDS!

"I SUPPOSE THE FACT THAT IT DIDN'T *LOOK* LIKE MY OLD COSTUME SHOULD'VE BEEN A CLUE--

"--BUT I DIDN'T REALIZE 'TIL I GOT BACK TO EARTH THAT IT WAS A LIVING, ALIEN *BEING!*"

AND THAT WAS JUST THE BEGINNING. THE ALIEN WAS A *SYMBIOTE*, TRIED TO *BOND* WITH ME AGAINST MY WILL!

"IT WAS ONLY BY USING THE RIGHT *SONIC FREQUENCIES* THAT I WAS ABLE TO DRIVE IT AWAY BEFORE THE JOINING BECAME PERMANENT!

"I THOUGHT I'D KILLED THE CREATURE. SOME-TIMES I WISH I HAD...

"...BUT IT SURVIVED TO FIND A *WILLING* HOST: THE MENTALLY UNBALANCED EDDIE BROCK! AND THEIR SHARED HATRED OF ME LED THEM TO BECOME--

"--*VENOM!*"

WELL, THAT DIDN'T TEACH ME ANYTHING NEW, BUT IT DID SOLIDIFY MY FOCUS.

BROCK SEEMS TO BE HAVING SECOND THOUGHTS ABOUT HIS COMMITMENT TO THE ALIEN. AND IF I CAN FIND THE RIGHT MENTAL "CROWBAR," MAYBE I CAN *WIDEN* THAT SPLIT!

THANKS, BEN. I'LL BRING THE PROGRAM BACK TO ITS MENU AND--

KLIK KLIK!

--WAITASEC! TWO ENTRIES ABOVE MINE! *"SPERZEL"*?

SPERZEL
SPHINX
SPIDER-MAN

THAT'S THE WORD THOSE NEO-LUDDITES USED!

YA MEAN *ANTON SPERZEL*? HE'S A CYBERNETICS ENGINEER REED USETA CONSULT WITH.

THAT'S IT! WE TALKED ABOUT HIM IN PHYSICS CLASS! HE'S SUPPOSED TO DEMONSTRATE A NEW INVENTION ON THUR--

--*TODAY!*

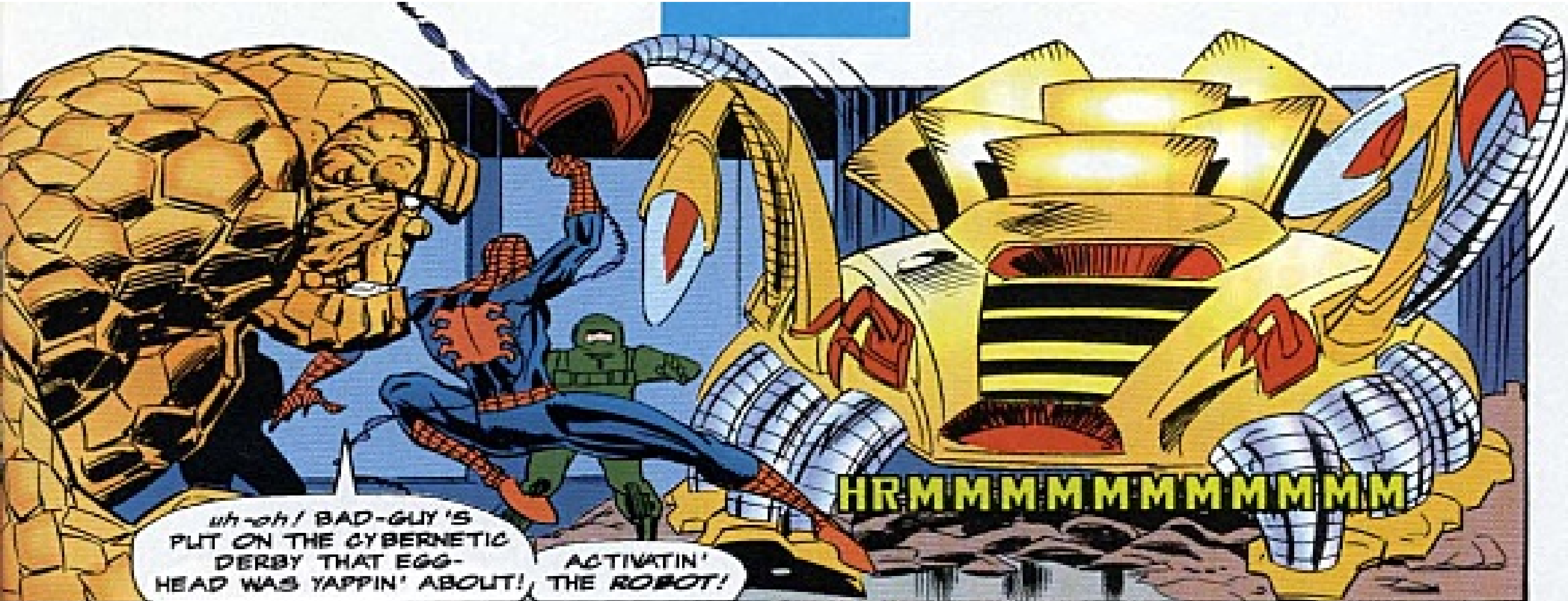

WHAT DO YOU SAY, BEN? FEEL LIKE A LITTLE CLOBBERIN' TIME?
HEY, DOES CLINTON LIKE CHEESE-BURGERS?
MOMENTS LATER...
I APPRECIATE YOUR HELP, BEN. THOSE LUDDITES WERE PRETTY FANATICAL, AND THIS COULD GET NASTY.
I SURE FEEL BETTER NOW THAT THERE'S--
--TWO OF US!

DOWNTOWN: THE STANLEY AUDITORIUM.
LADIES AND GENTLEMEN... DR. ANTON SPERZEL!
WHAT I'M ABOUT TO SHOW YOU, MY FELLOW SCIENTISTS, IS THE NEXT STEP IN *VIRTUAL REALITY!*
BY WEARING THIS HELMET, AN OPERATOR CAN "SEE" THROUGH SENSORS ATTACHED TO THE MARK-7 DIAGNOSTIC DRONE BEHIND ME.
HE OR SHE WILL THEN BE ABLE TO MANEUVER THAT VEHICLE, BY THOUGHT ALONE, INTO THE *MOST HAZARDOUS* OF ENVIRONMENTS: TOXIC WASTE, NUCLEAR MELTDOWN, EVEN AN ACTIVE VOLCANO!
ALL WITH A DEGREE OF SAFETY HERETOFORE ONLY *DREAMT* OF!
AND WHEN DOES THE DREAM BECOME A *NIGHTMARE?*
HOW LONG BEFORE SUCH "PROGRESS" IS USED TO CONTROL *PEOPLE?*
WHA-- ARE YOU *MAD!?*

YEAH-- VERY!
NOW GET--
KUNCH!
BACK!
OH, MY--!

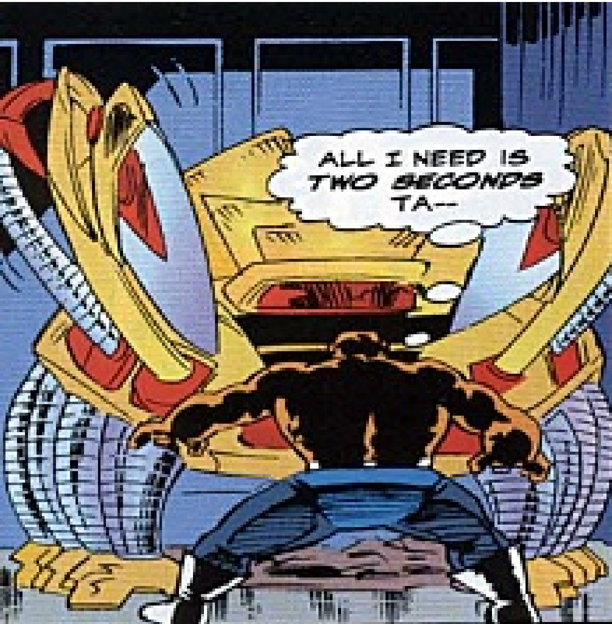





uh-oh! BAD-GUY'S PUT ON THE CYBERNETIC DERBY THAT EGG-HEAD WAS YAPPIN' ABOUT!
ACTIVATIN' THE ROBOT!
HRMMMMMMMMMMMMM


THWIP!
NO SWEAT! I'LL JUST WEB UP THOSE SAW BLADES AND--
SRR-RR-RTCH!
--WATCH 'EM SHRED MY WEBBING LIKE DENTAL FLOSS?


YOU STICK TA THE PALOOKAS WITH GUNS, WALL-CRAWLER!
I'LL HANDLE THE MACHINE!
GO AHEAD, TWIST MY ARM...!


ALL I NEED IS TWO SECONDS TA--

--OW! BLADES MUST BE A NEW SYNTHETIC! CHIPPIN' EVEN MY ROCKY HIDE!
BETTER MAKE THAT THREE SECONDS...!

PERHAPS THE BEST WAY TO KILL THE SERPENT OF TECHNOLOGY, DR. SPERZEL--

--IS TO REMOVE ITS HEAD!
NOOOOOO--!

SO TELL US...
!?!

...WHAT PART OF "NO" DON'T YOU UNDERSTAND?
gulp

VENOM? BUT HOW--?

WE FOLLOWED YOU!

W-WE THOUGHT...IF WE COULD TALK...

HE'S UNSURE, BATTLING THE ALIEN'S INFLUENCE!

NOW'S MY CHANCE!

EDDIE! LISTEN TO ME!

IS THIS WHAT YOU WANT? THAT MONSTER YOU WEAR ISN'T EVEN HUMAN! HOW CAN YOU KNOW WHAT IT'S DOING TO YOU--

--HOW MUCH CONTROL IT HAS?



THINK, EDDIE! WHAT IF YOU'RE REALLY THE VICTIM! THE INNOCENT!

WHAT IF--

--IT'S REALLY YOUR COSTUME THAT'S INSANE?

HIT A NERVE!



HE'S STOPPED COLD!




AND WITHOUT VENOM TO WORRY ABOUT, I CAN FINISH OFF THESE LAST TECHNOPHOBES!
hnmf


SPIDEY BOPPED THE GOON WITH THE CONTROL HELMET!
ROBOT'S HESITATIN'!


'BOT? MEET--


--FIST!
KABRASH!


LUDDITE SCREAMED! FEEDBACK MUST'VE OVERHEATED THE HELMET CIRCUITS!
HE'S JUST UNCONSCIOUS...


...BUT VENOM USED THE DISTRACTION TO ESCAPE!


LOOKING FOR HIM WOULD BE USELESS.
I CAN ONLY HOPE MY PSYCHOLOGICAL "RIGHT CROSS"--

"--HAD *SOME* EFFECT!"

SPIDER-MAN HAS EVERY REASON TO LIE, AND YET...HIS WORDS HAVE A SHADOW OF *TRUTH*.

HOW MUCH OF WHAT WE'VE BECOME HAS BEEN *OUR* CHOICE, AND HOW MUCH...

...*YOURS?*

I NEED TO THINK, TO MAKE A DECISION. PLEASE...

...LEAVE ME.





THE BLACK SHAPE SLINKS AWAY, SLIDING SLOWLY ALONG THE DEW-DAMP GROUND.

NOW MORE THAN EVER IT IS ALIEN, TRULY ALONE.

REJECTED BY ALL IT'S CARED FOR, BY THOSE IT HAD SOUGHT ONLY TO SERVE--

--IT PULLS SORROW FROM ITS CORE, A HURT THAT EMBODIES ALL THAT IS LONELY AND FORLORN--

--AND POURS THAT PAIN INTO A SILENT SHRIEK, A PSYCHIC WAIL THAT REACHES TO THE VERY STARS ABOVE!

CLOSER TO HOME, RESULTS ARE IMMEDIATE. IN NEW JERSEY...

JOHN? ARE YOU CRYING?

HONEY, WHAT'S WRONG?

N-NOTHIN' *sniff*

I-I JUST FEEL SO... HOPELESS!

IN CHICAGO...

DADDY, WHY'S SCRUFFLES MOANIN'?

HE, *uh*... H-HE'S JUST SINGIN', SWEETHEART.

AAOOOO

INDEED, HISTORY WILL RECORD UNPRECEDENTED ALCOHOL CONSUMPTION THIS NIGHT.
LIQUO
AND OTHER SAD STATISTICS WILL SPIKE AS WELL.
FORGIVE ME, DORIS, I...
...JUST CAN'T TAKE IT ANYMORE!
BUT THE DIREST CONSEQUENCE UNFOLDS AT RAVENCROFT SANITARIUM...
BRRRR!
WHERE'D THAT CHILL COME FROM?
MUST BE THE COMPANY I'M KEEPIN'!
WHEN CLETUS KASADY TURNS INTO CARNAGE, HE'S THE SPOOKIEST GUY ON THE PLANET!
THANK HEAVEN HE'S IN A COMA!* SICK JERK CAN'T EVEN MOVE--
*SEE THE UPCOMING CONCLUSION TO VENOM: CARNAGE UNLEASHED! --SNEAK-A-PEEK-TOM
--A MUSCLE!

EPILOGUE: UPSTATE NEW YORK; THE EBONY STILLNESS BEFORE DAWN.

IN AN ISOLATED CLEARING, DARKNESS SHIMMERS, AND SOMETHING THAT WASN'T THERE--

--SUDDENLY IS!

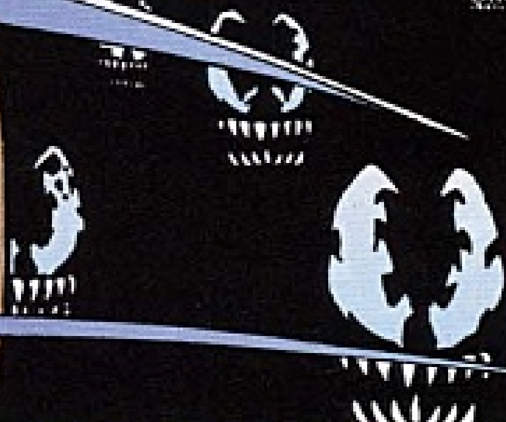
FOR THE MENTAL SCREECH THAT HAD ROUNDED THE WORLD HAD ALSO BEEN HEARD FAR BEYOND. AND SOON...

WHRRRRRRRRRRRRR

...THAT CRY WILL BE--



--ANSWERED!



NEW YORK CITY.

OKAY, TOUGH GUY, GIVE ME YOUR BEST SHOT!

HIS NAME IS OLLIE OSNICK, BUT WHEN HE DONS THE HIGH-TECH HYDRAULIC TENTACLES OF HIS OWN DEVISING, THEY CALL HIM **THE STEEL SPIDER**!

Stan Lee PRESENTS:

STREET FEAR

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WRITER PENCILER INKER
JANICE CHIANG • JOE ANDREANI • TOM BREVOORT
LETTERER COLORIST EDITOR
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I'M GONNA *PULVERIZE* YOU!

I DON'T THINK THIS GUY CARES THAT THIS IS SUPPOSED TO BE JUST A FRIENDLY STREET FAIR ATTRACTION!

THE ONLY REASON I'M SUBJECTING MYSELF TO THIS IS TO RAISE MONEY FOR JANE'S REHABILITATION.

OH, WELL. THE CROWD PAID GOOD MONEY TO SEE A SHOW, I MIGHT AS WELL GIVE IT TO THEM.







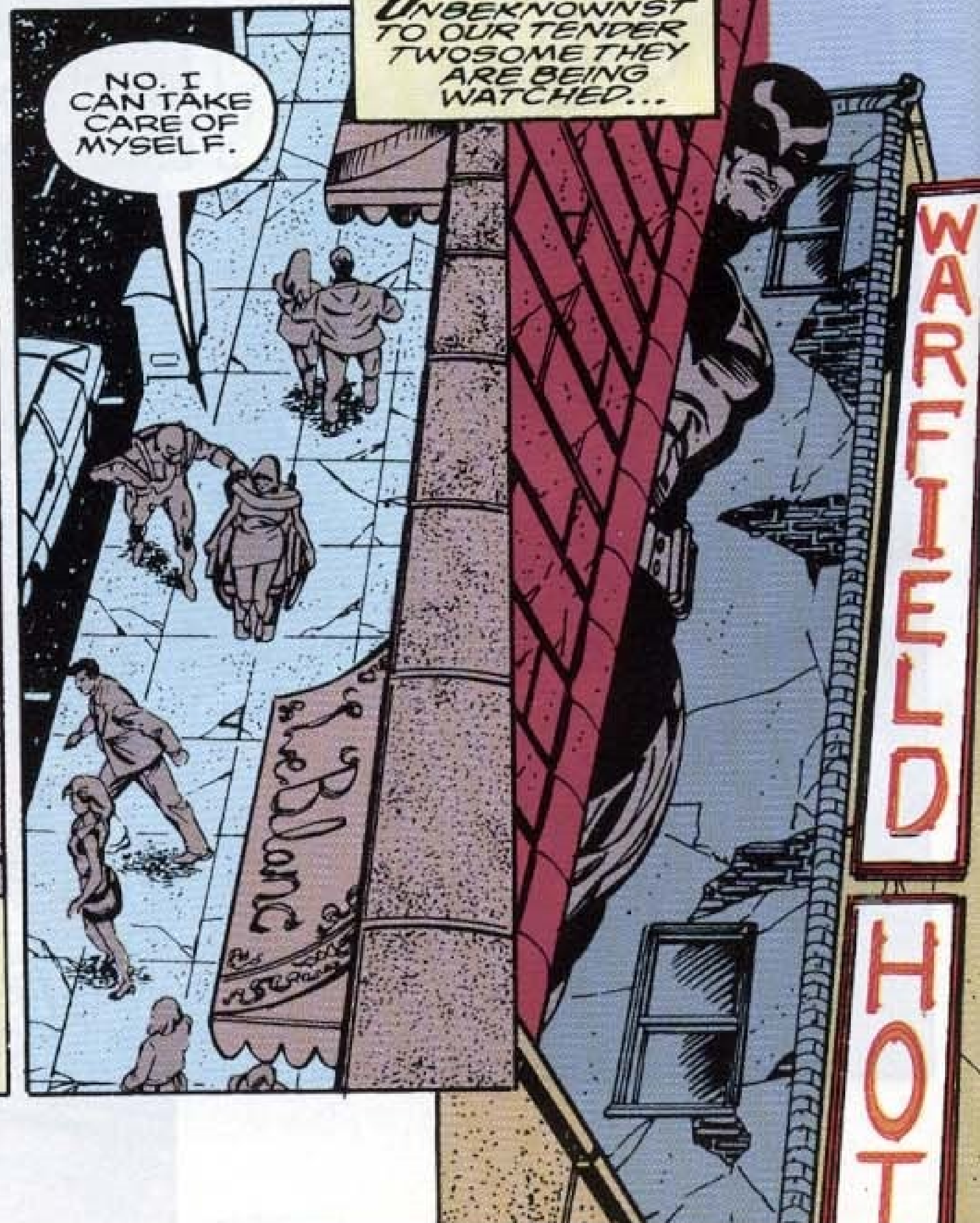



WELL, HOW DID I DO?
YOU DID GREAT.
I'M VERY PROUD OF YOU, OLLIE. AND GRATEFUL, TOO.
AW, JANE. YOU KNOW I'D DO ANYTHING FOR YOU--
--EVEN DONNING MY STEEL SPIDER COSTUME AGAIN.
I HOPE THE "STEEL SPIDER CHALLENGE" BRINGS IN ENOUGH MONEY FOR YOU TO GO TO THAT SPINAL SPECIALIST IN BOSTON.


DON'T WORRY, IT WILL. AND IF IT DOESN'T...
DON'T SAY THINGS LIKE THAT.


YOU'VE COME A LONG WAY SINCE... THE INCIDENT.


IT'S OKAY, OLIVER. YOU CAN SAY "SHOOTING." I STILL HAVE NIGHTMARES ABOUT IT.*
HERE, LET ME HELP YOU--
* JANE WAS HIT BY A STRAY BULLET DURING A GANG DISPUTE. SEE SPIDER-MAN UNLIMITED #5 FOR THE WHOLE STORY. --TOM


NO. I CAN TAKE CARE OF MYSELF.
UNBEKNOWNST TO OUR TENDER TWOSOME THEY ARE BEING WATCHED...
WARFIELD
HOT

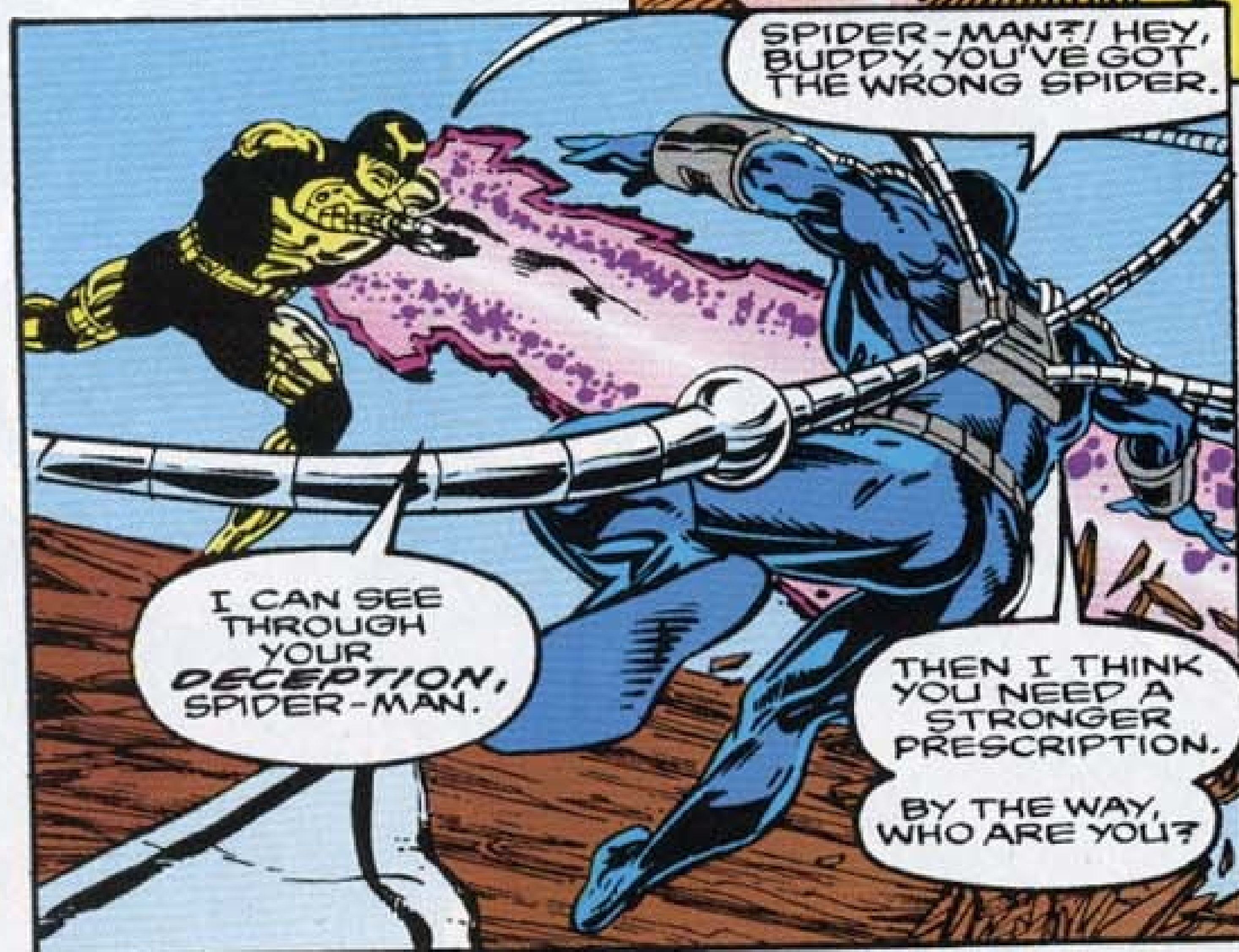
...FROM A NEARBY ROOFTOP.
AFTER ALL THIS TIME, I'VE FINALLY CAUGHT UP WITH SPIDER-MAN.
WHICH WASN'T EASY TO DO, WITH HIM CHANGING HIS NAME AND COSTUME--
--FIRST TO THE SCARLET SPIDER AND NOW TO THE STEEL SPIDER!
BUT I SAW THROUGH HIS RUSE! AND TODAY, I'M GOING TO MAKE HIM PAY FOR RUINING MY LIFE.
SO VOWS...
...THE MASTER OF VENGEANCE!
SHA-BOOM!


HAHAHAHAHAHA


MOMENTS LATER, BACK AT THE STREET FAIR...
WHO WILL BE THE NEXT PERSON TO "CHALLENGE THE STEEL SPIDER" AND WIN A PRIZE? ALL IT TAKES IS FIVE DOLLARS FOR A SHOT.
2099


I WILL. I HOPE YOU FIND MY CURRENCY ACCEPTABLE. HA! HA!
SHA-THOOM!
YIKES! AN ELECTRO-BLAST OF SOME KIND?


YOU'RE DEAD, SPIDER-MAN.


SPIDER-MAN?! HEY, BUDDY, YOU'VE GOT THE WRONG SPIDER.
I CAN SEE THROUGH YOUR DECEPTION, SPIDER-MAN.
THEN I THINK YOU NEED A STRONGER PRESCRIPTION.
BY THE WAY, WHO ARE YOU?


BE CAREFUL, OLIVER...
...I DON'T WANT TO LOSE YOU.


ACTUALLY, IT DOESN'T MATTER WHAT YOUR NAME IS--
WHUMP
--CAUSE, WHEN I'M DONE WITH YOU, IT'LL BE MUD!


YOU DARE MOCK ME, THE MASTER OF VENGEANCE?! I'LL--
Argh.
THWAM


HELP! THE FERRIS WHEEL IS TIPPING OVER!

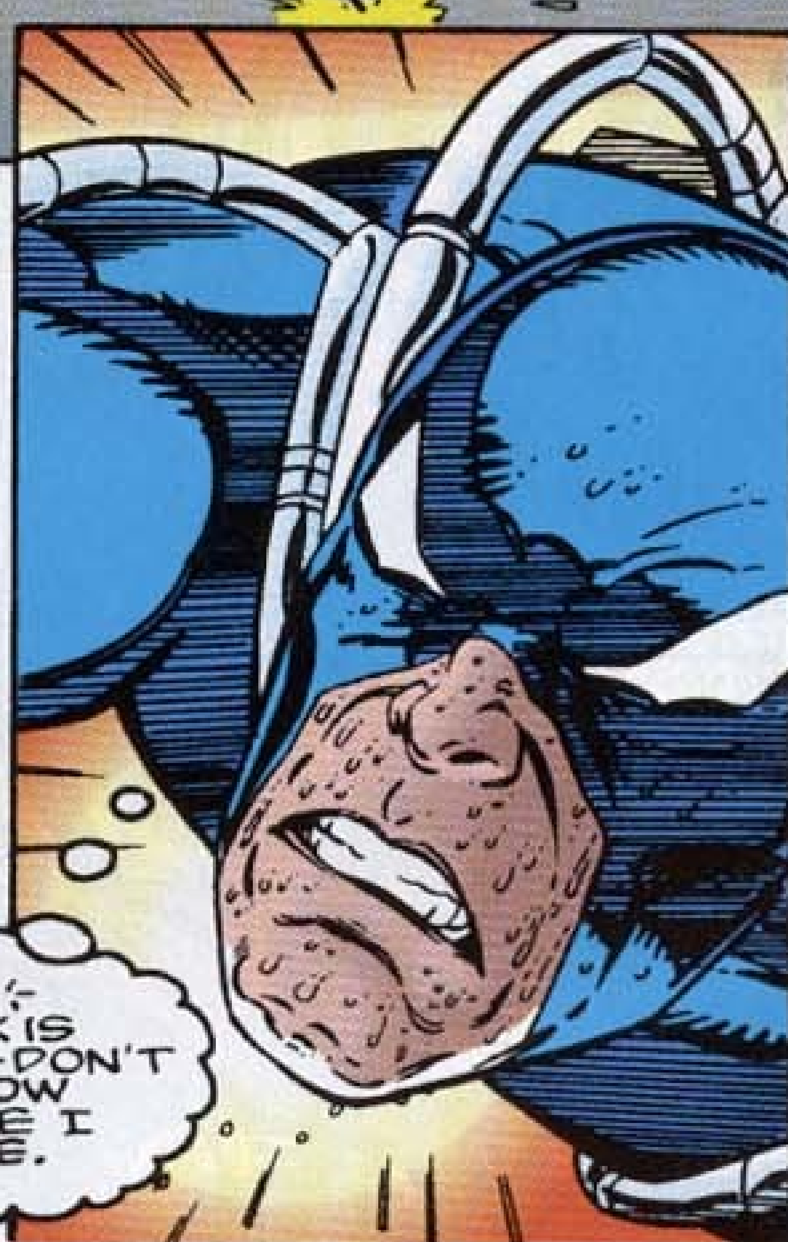

YES, I'LL HELP YOU--
--TO YOUR DEATH--
--USE YOU AND THE WHEEL TO CRUSH SPIDER-MAN!


STOP, YOU MADMAN!

I'VE GOT TO STOP THIS MADNESS!










I'VE GOT TO HAND IT TO YOU, SPIDER-MAN. YOU'RE DOING A GOOD JOB OF KEEPING ME FROM TOPPLING THE FERRIS WHEEL OVER...
...BUT, LET'S SEE HOW YOU DO ONCE I ELECTRIFY IT. I THINK YOU'LL FIND THE OUTCOME PRETTY SHOCKING.


I CAN'T BELIEVE I'M DOING THIS... BUT THERE ISN'T ANY OTHER WAY.


HA! HA!-- umph!
WHOA! I RAMMED HIM SO HARD--THE IMPACT KNOCKED ME OUT OF MY WHEELCHAIR.


JANE!
HE'S GOING TO KILL HER. I'VE GOT TO DO SOMETHING, BUT I HAVE TO RIGHT THE FERRIS WHEEL FIRST—
--SAVE THESE PEOPLE!


YOU'RE GOING TO PAY FOR THAT, GIRLIE--
--WITH YOUR LIFE!


YEAH, I'M GONNA KILL YOU REAL GOOD--


WHACK
THE ONLY THING YOU'RE GOING TO DO IS--


--BLEED!
I'VE HAD IT WITH YOUR INSANITY!
LIFE IS TOUGH--
--GET OVER IT, YOU MORON.
SWACK
STOP. YOU'RE HURTING ME.


YOU'RE PATHETIC. YOU MAKE ME SICK--

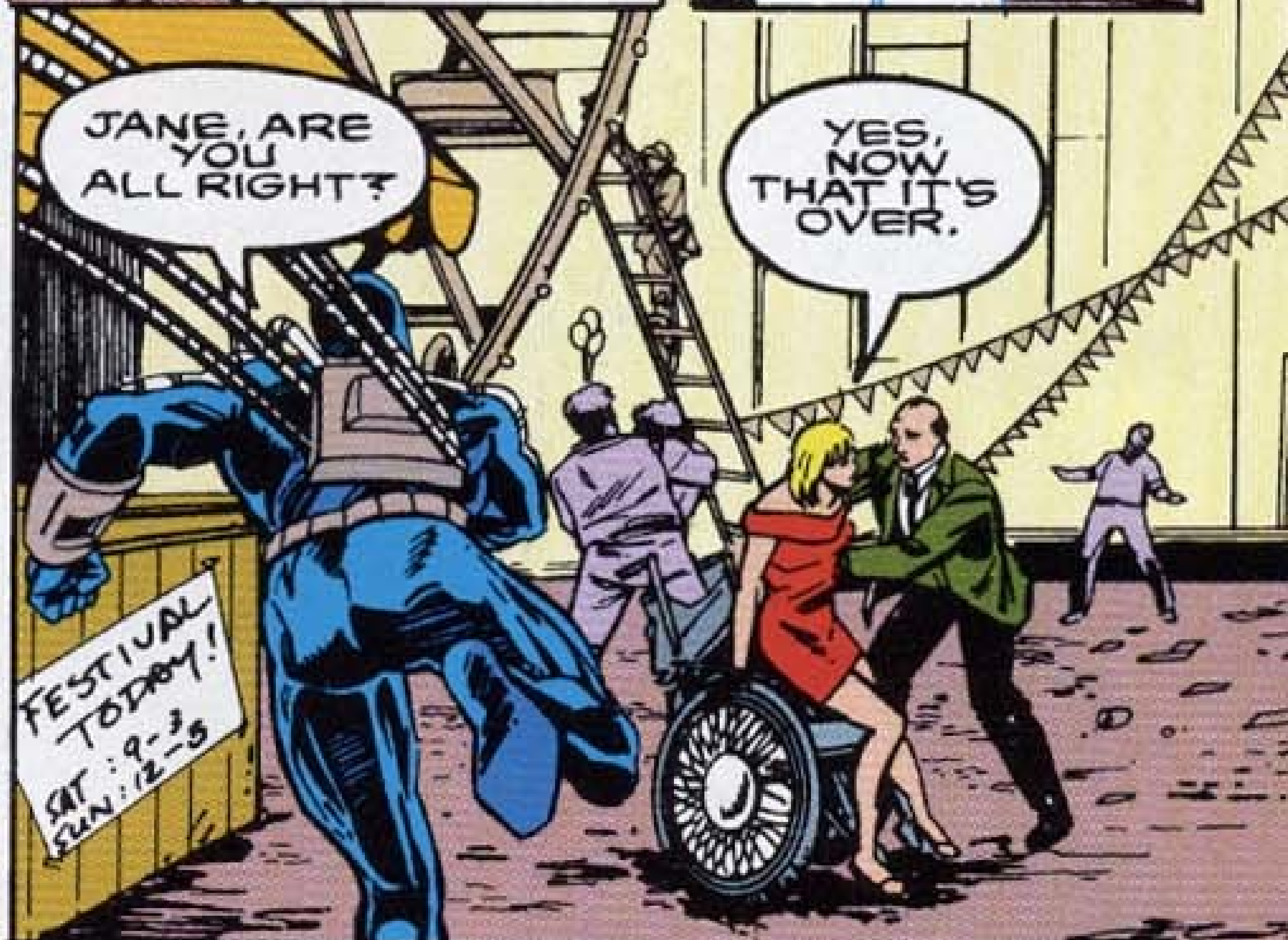

SHWOOM
A LITTLE PEPPER SPRAY SHOULD KEEP YOU BUSY--

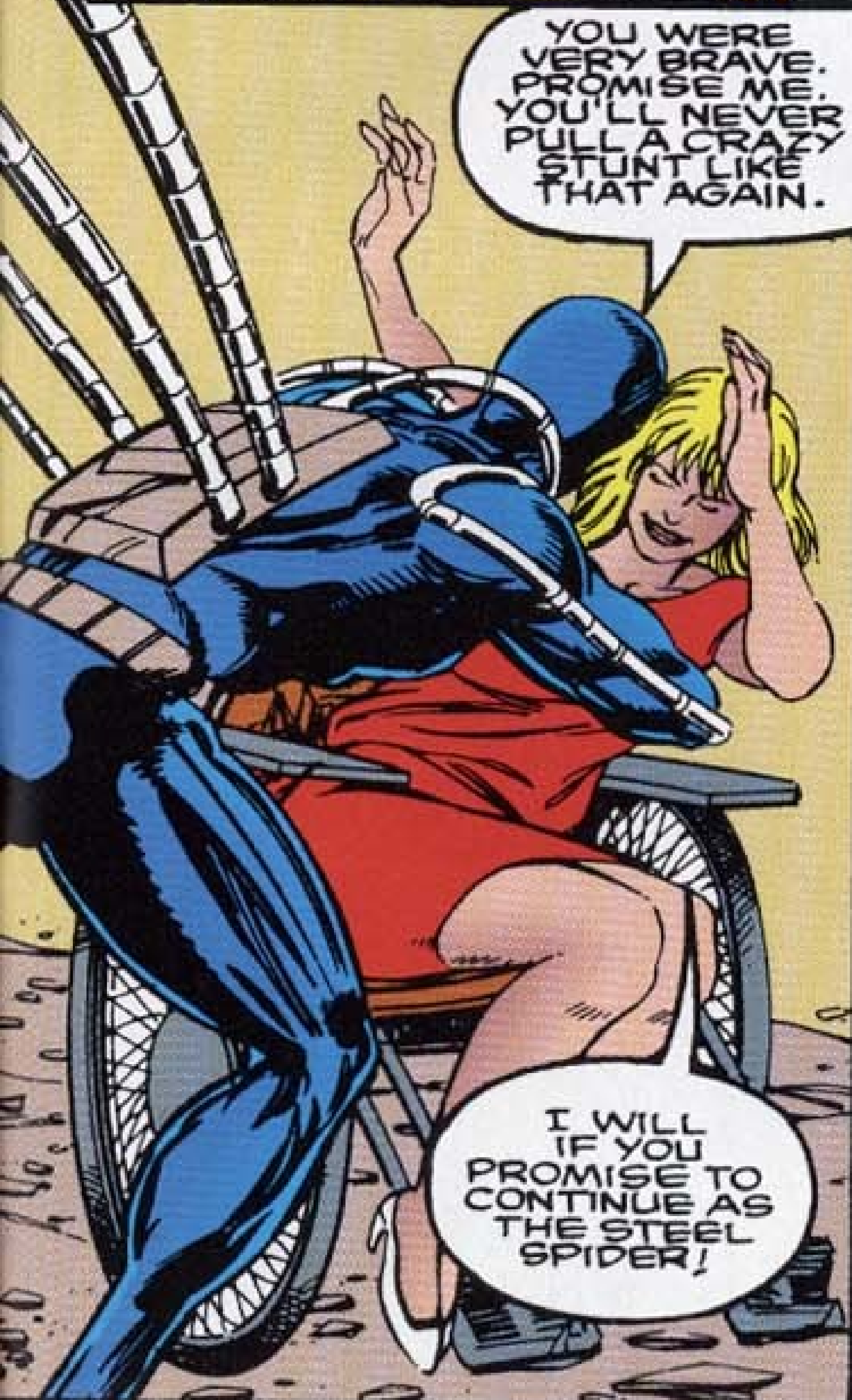

OWW! MY EYES!
...WHILE I RESTRAIN YOU WITH MY LATEST INVENTION--


--A STEEL MESH WEB NET.


NO, NOT AGAIN. I CAN'T LOSE AGAIN!
CURSE YOU, SPIDER-MAN! I'LL GET YOU...


...EVENTUALLY...


JANE, ARE YOU ALL RIGHT?
YES, NOW THAT IT'S OVER.
FESTIVAL TODAY!
SAT: 9-3
SUN: 12-5


YOU WERE VERY BRAVE. PROMISE ME. YOU'LL NEVER PULL A CRAZY STUNT LIKE THAT AGAIN.
I WILL IF YOU PROMISE TO CONTINUE AS THE STEEL SPIDER!


EVEN SPIDER-MAN COULDN'T HAVE DONE BETTER AGAINST THAT MADMAN!


YEAH... MAYBE YOU'RE RIGHT.
THE STEEL SPIDER IS HERE TO STAY!
THE END (FOR NOW.)


FOREST HILLS CEMETERY...
IT'S NOT AS LATE AS IT LOOKS.
OTHERS FIND SHELTER WHERE THEY CAN.
TIME TO PUT THE GHOSTS TO REST, ONCE AND FOR ALL.
FOUGHT TOO LONG AND HARD TO MAKE A PLACE IN THE WORLD FOR BEN REILLY THESE PAST FEW YEARS...
DUSK FELL WITH THE RAIN THIS EARLY SPRING EVE. THOSE WHO HAVE HOMES ARE THERE ALREADY, DRYING THEIR FEET AND WARMING THEIR HEARTS...
MAY PARKER
SHE TAUGHT US LOVE
...TO RISK BURYING MYSELF IN WHAT-IFS AND COULD-HAVE-BEENS ALL OVER AGAIN NOW.
I'VE KNOWN ALL ALONG THERE NEVER WAS--AND NEVER WILL BE--ROOM FOR ME AMONG THE PARKERS...



THWIP
...BUT NEW YORK'S A BIG CITY!
STAN LEE PRESENTS:
SCARLET SPIDER
GHOSTS
TERRY KAVANAGH-- PLOT
KAVANAGH/LACKEY--SCRIPT
PHIL GOSIER--BREAKDOWNS
GREG ADAMS AND TOM CHRISTOPHER -- FINISHERS
CHIA CHI WANG--COLORIST
KEN LOPEZ--LETTERER
TOM BREVOORT--EDITOR
DANNY FINGEROTH--GROUP EDITOR
BOB BUDIANSKY--EDITOR IN CHIEF

JUST NOT AS EASY TO *LET GO* OF THE PAST AS I'D LIKE...

...EVEN IF IT *IS* A *HAND-ME-DOWN*.

STARTED OUT LIFE WITH *PETER PARKER'S* COLLECTIVE THOUGHTS AND FEELINGS--UP UNTIL THE MOMENT OF *CLONING*, AT LEAST--AS A TEMPLATE...

...AND WE'RE BOTH STILL DRAWN INTO EACH OTHER'S LIVES SOMEHOW. *TANGLED* IN EACH OTHER'S WEBS.

PROBABLY *ALWAYS* WILL BE.

AND IT WAS ALWAYS COMFORTING TO SPEND TIME WITH *AUNT MAY*.

BUT I *LOST* HER SO LONG BEFORE SHE ACTUALLY DIED--THE DAY I FIRST RAN FROM ALL THIS, REALLY--

--I'M ALREADY USED TO CARRYING MAY INSIDE ME WHEREVER I GO.

A LIVING, BREATHING *MEMORY* OF *LOVE.*

THE PARKERS *ARE* A PART OF MY PAST-- SECOND-HAND, OR NOT--

--BUT *ONLY* PART OF IT NOW.

THWIP

WEST SIDE HIGHWAY

ALL THOSE YEARS AWAY-- WANDERING, ROOTLESS, SEARCH-ING EVERYWHERE FOR NOTHING--

--CERTAINLY EXPANDED MY HORIZONS A BIT.

BATTLED A LOT OF DRAGONS ON THAT ROAD-- FROM WITHIN *AND* WITHOUT-- AND BOTH SIDES AT ONCE AS OFTEN AS NOT--

--AND LOST TO AS MANY AS I WON, ALL THINGS CONSIDERED...

...BUT I FACED EVERY SINGLE DEMON *STRAIGHT* IN THE EYE...


...SOON AS THEY CAUGHT UP TO ME!


THAT'S THE HEART OF MY PROBLEM--I'VE GOTTEN TOO USED TO RUNNING AWAY FROM MY LIFE!




WELL, HERE'S WHERE WE FIND OUT IF BEN REILLY HAS WHAT IT TAKES...


...TO TURN AROUND...
...AND FACE THE FUTURE!

AT A NEARBY PIER WITHOUT A PERMIT, ABOARD A YACHT WITH NO NAME...

...FORCES GATHER.

SHELL AND SHOT.

A CARRIER AND A LAUNCHER. TWIN BROTHERS, TRAINED IN THE USE OF HEAVY-WEAPONS BY THEIR EMBATTLED MOTHERLAND.

BOMBARDIER.

WIRED TO KILL, AND PADDED TO PROTECT. A DEMO-EXPERT WITH A PERILOUS PASSION FOR HER WORK.

FLARE.

AMERICA-FIRSTER. FOREVER SILENCED BY THE SAME FLAMES THAT EMPOWER HIM.

STAMPEDE.

MONEY-FIRSTER. SILVER-MEDAL RUNNER WITH A DECIDEDLY DANGEROUS NEED TO SUCCEED.

CLASH.

HAND-TO-HAND SPECIALIST, WITH COMBAT EXPERIENCE IN AN UNAUTHORIZED ARMY. SECOND IN COMMAND ONLY TO...

CORDITE.

THE MAN WITH THE PLAN HIMSELF.

SYSTEMS-CHECK ON DECK IN TEN, PEOPLE...

...WE BREAK AT DAWN.

REAL NAMES REMAIN UNASKED, IDENTITIES IMMERSED IN THE TERMINAL TALENTS OF EACH AND EVERY AGENT OF--

--SHADOWFORCE ALPHA.

ASSASSINS, TERRORISTS AND MERCENARIES ALL. THE HOTTEST AND THE YOUNGEST OF THE BEST...

...IN A VERY BAD BUSINESS.

EVERY BAD BUSINESS.

INLAND AND UPTOWN...

HOT SHOWER MADE ALL THE DIFFERENCE-- FOR THE THIRTY SECONDS IT LASTED IN THIS HOLE-IN-THE-WALL HOTEL, AT ANY RATE--

--AND GAVE ME A CHANCE TO PUT THINGS BACK IN PERSPECTIVE.

LEARNED LONG AGO THAT YOU CAN'T CLOSE OLD DOORS...

NOK NOK

...WITHOUT OPENING NEW ONES.

YES, CAN I--

REILLY...?

NO NATIVE NEW YORKER WOULD ANSWER WITHOUT QUESTION, OFFERING EASY ACCESS TO STRANGERS AND SALESMEN ALIKE.

GABRIELLE GREER IS NEW TO THE CITY.

THAT MUCH IS OBVIOUS...

...EVERYTHING ELSE IS STILL A MYSTERY.

LISTEN, GREER, PLEASE...

I JUST CAME BY TO THANK YOU FOR THE TIMELY RESCUE MY FIRST WEEK HERE...

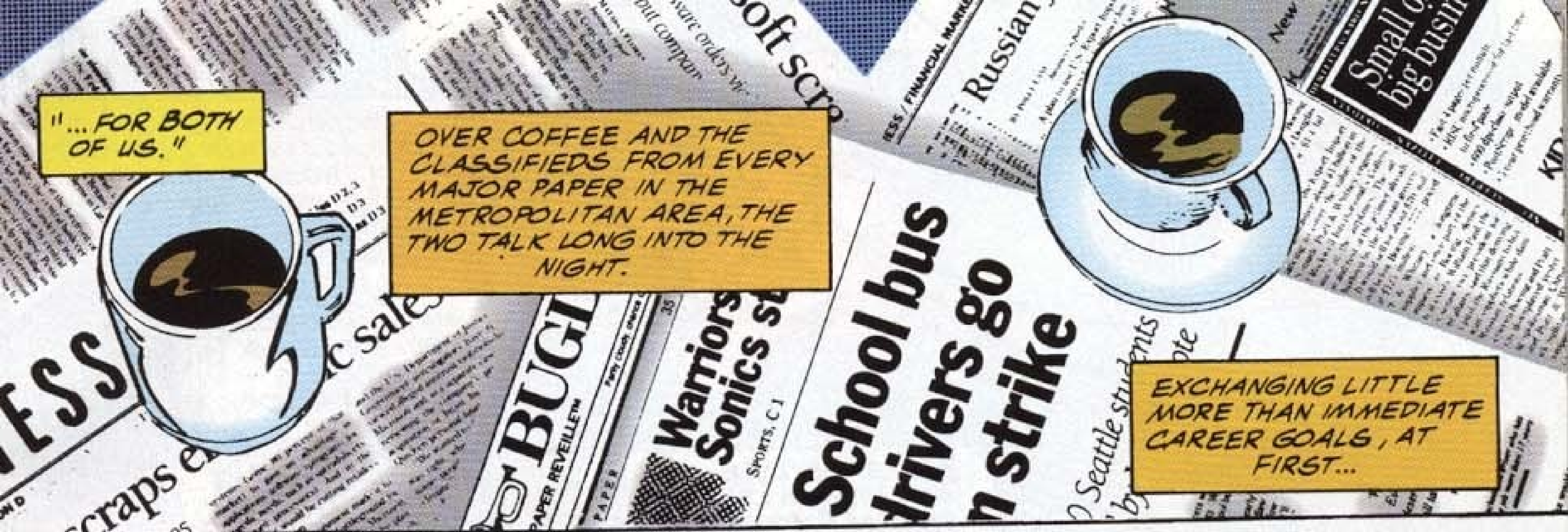
...AND APOLOGIZE FOR MY BRUSQUE BEHAVIOR LATER THAT SAME DAY.*

*WEB OF SPIDER-MAN #119.--TOM

I'VE BEEN TRYING TO FIND SOME WAY TO REPAY YOU, BUT I REALLY CAN'T AFFORD--

SAY NO MORE, NEIGHBOR.

I'VE GOT THE PERFECT PROJECT...


"...FOR BOTH OF US."
OVER COFFEE AND THE CLASSIFIEDS FROM EVERY MAJOR PAPER IN THE METROPOLITAN AREA, THE TWO TALK LONG INTO THE NIGHT.
EXCHANGING LITTLE MORE THAN IMMEDIATE CAREER GOALS, AT FIRST...
School bus drivers go on strike
Warriors Sonics


...BUT SHARING MORE THAN THEY REALIZE WITH EVERY PASSING HOUR.
ABOUT HER ARTISTIC HOPES AND DREAMS, COMPARED TO HER INEVITABLE COMMERCIAL COMPROMISES...
AROUND HIS GUARDED BACKGROUND IN SCIENCE AND LEARNING, WITH A CONSISTENT CONCERN FOR THE TROUBLED AND HELPLESS...


AROUND AND ABOUT THE IMPENDING PERILS OF POVERTY.
I GIVE UP.
LEAST WE FOUND A COUPLE OF FREELANCE POSSIBILITIES FOR YOU OUT THERE--
--BUT I'M JUST PLAIN UNEMPLOYABLE.
ONLY IF YOU COUNT HOUSE-PAINTING.


NOT SO FAST THERE, WISEGUY.
"LABORATORY ASSISTANT WANTED. LIMITED EXPERIENCE NECESSARY. APPLICATION BY APPOINTMENT AT--"

THE EXTERIOR FACADE OF EMPIRE STATE HOSPITAL IS A BLANK ANONYMOUS SURFACE...
... CONCEALING THE PRIVATE LIFE AND DEATH STRUGGLES OF THOSE WITHIN.
AS I SAID, MR. ARMSTRONG, COL. BROGA'S CONDITION IS SATISFACTORY.
SATISFACTORY IS WHAT IT SAYS ON GRADE SCHOOL REPORT CARDS, DR. PURL.
BUT THE UNITED STATES GOVERNMENT WANTS A SLIGHTLY MORE IN-DEPTH DIAGNOSIS FOR ITS CONSIDERABLE TIME AND EFFORT.
U.S. INTERESTS IN THE COLONEL'S SOUTH AMERICAN NATION MUST NOT BE JEOPARDIZED!
MEDICINE AND SECURITY ARE ART FORMS UNTO THEMSELVES, MR. ARMSTRONG. AND, WHILE I APPRECIATE YOUR PRIORITY--
--THE SAFEGUARDING OF AN INTERNATIONALLY HUNTED POLITICAL REFUGEE LEADER--
--YOU MUST UNDERSTAND MINE. THERE ARE NO PERIMETERS TO SECURE, OR WITNESSES TO SILENCE. IT'S NOT AS EASY AS INITIATING POLICY OR DISTRIBUTING AN "EYES ONLY" BRIEF.
THE COLONEL WILL EITHER RESPOND TO HIS TREATMENTS, OR HE WILL DIE.
I'M DOING MY JOB, DOCTOR... JUST MAKE SURE YOU DO YOURS.


LOOK AT THIS PLACE... FEDS ARE CRAWLING OVER EVERY INCH!
I MEAN, THIS IS A HOSPITAL, NOT THE FREAKING PENTAGON! OH WELL... I SUPPOSE WE'RE DOING THE RIGHT THING.


WHAT ARE YOU DOING HERE?
UHHHHH, BEN REILLY? YOUR NOON APPOINTMENT?
OH! THE JOB INTERVIEW! I'M SORRY... I FORGOT!
IS THIS A BAD TIME? I CAN--


NOT AT ALL. THIS WILL ONLY TAKE A MINUTE.
MMMM-HMMM. QUITE AN IMPRESSIVE RESUME FOR A LAB ASSISTANT...
AREN'T YOU AFRAID YOU'D BE... OVER-QUALIFIED?
GABBY WAS RIGHT... I SHOULDN'T HAVE GOTTEN SO FANCY WITH MY PHONY CREDENTIALS! WHY DIDN'T I LISTEN?


YOW!! SPIDER-SENSE! BUT I DON'T SEE ANY DANGER!


SO, MR. REILLY... TELL ME A LITTLE ABOUT YOURSELF.
I...UHHHHH... WHAT DO YOU WANNA KNOW??
GREAT! I CAN HARDLY CONCENTRATE WITH THIS BUZZING! WHAT DO I DO??

MEANWHILE, OTHER PERSONS IN THE WARD ARE HAVING DIFFICULTY AS WELL...

IT'S TIME FOR MR. BROGA'S MEDICATION.

LISTEN, "DOC", NOBODY GOES IN OR OUT OF THERE UNLESS I SAY SO... NOW LEMME SEE YOUR PASS!

COME ON, FELLA! QUIT BEING SUCH A HARDCASE! WE'RE HERE TO TREAT MR. BROGA... NOT TO HURT HIM!

DID YOU HEAR THAT? SOUNDED LIKE A --

KLIK

BEEEEP!

KA-BLAAM

--DETONATOR!

AGENTS!! WHAT'S GOING ON?? WHAT'S HAPPENING??

NEAR AS WE CAN TELL, SOME KOOK JUST BLEW UP THE WAITING ROOM.

DISPATCH! THIS IS ARMSTRONG! WHAT'S THE SITREP?*

TWO DOZEN INJURED... NO DAMAGE TO POWER OR GAS LINES... STILL WAITING FOR THE SMOKE TO CLEAR!

GET ME OUT OF HERE!

*SITUATION REPORT. --TOM

HANG TOUGH, MISTER...

...EVEN NOW, DEFENSE PERIMETERS HAVE KICKED IN... NOT SO MUCH AS AN ITSY BITSY SPIDER COULD GET IN WITHOUT OUR KNOWING IT!



...FINDING OUT WHO DID THIS... AND WHY!

SPIDER-SENSES ARE STILL TINGLING TO BEAT THE BAND, SO WHOEVER DID THIS MUST STILL BE CLOSE BY!

BY FOLLOWING THE TINGLE IN MY HEAD, I CAN FIND THE SOURCE OF THE DANGER.








BACK IN BROGA'S ROOM...
NOBODY MOVE! AS YOU MAY HAVE GUESSED, WE AREN'T NO DOCTORS!
AGENT! WHO ARE THESE PEOPLE?
A MORE APPROPRIATE QUESTION, COL. BROGA...


...IS, "WHAT ARE YOU INJECTING MY I.V. WITH"?
GAAAAHH!!


CLASH! TAKE THESE GUYS OUT NICE AND QUIET, LIKE!
PFUT
PFUT
PFUT
WHERE'S THEIR LEADER? THE HARDCASE WHO WOULDN'T LET US IN??


RIGHT OVER HERE, LADY... AND I ONLY THINK IT'S FAIR TO WARN YOU...
...THAT I CARE EVEN LESS ABOUT KILLING THAN YOU DO!
BLAM BLAM BLAM

Y'KNOW... I'VE BEEN *THINKING*.
BLOWING US UP'S NOT SUCH A *GREAT* IDEA.
YOU *IDIOT*-- YOU'LL *RUIN* EVERYTHING!!
THAT'S THE *GENERAL* IDEA!
THWIPP
AND FEAR *NOT*: MY TRUSTY WEBBING WILL KEEP THAT LITTLE RED BUTTON NICE AND *DEPRESSED*, MUCH LIKE *YOU'RE* PROBABLY FEELING *RIGHT NOW*!



CRASSH
... AND *BULLETS*!!
FLARE!! LET'S WASTE THAT GEEK BEFORE HE *HURTS* SOMEBODY!
HEY! VISITING HOURS ARE *OVER*, PEOPLE!





I SWORE AN OATH... TO GIVE MY LIFE PROTECTING THIS GREAT COUNTRY...

...AND EVEN THOUGH YOU PUNKS MIGHT'VE WON THIS ROUND, REMEMBER THIS:

BLAM

KLIK

KLIK

HUH?? OUTTA AMMO!

LESSON TAKEN, STOOGE...

RATTA TATTA TATTA





MY GUESS IS:
YOU MUST BE THE MURDERING SCUM RESPONSIBLE FOR ALL THIS BLOODSHED!
IS THAT... SPIDER-MAN??
WHO CARES??? WASTE'M!!!




PASSION DOESN'T HAVE ANYTHING TO DO WITH IT, LADY...
SOUNDS GREAT TO ME, SPIDER... I JUST LOVE PASSIONATE MEN!

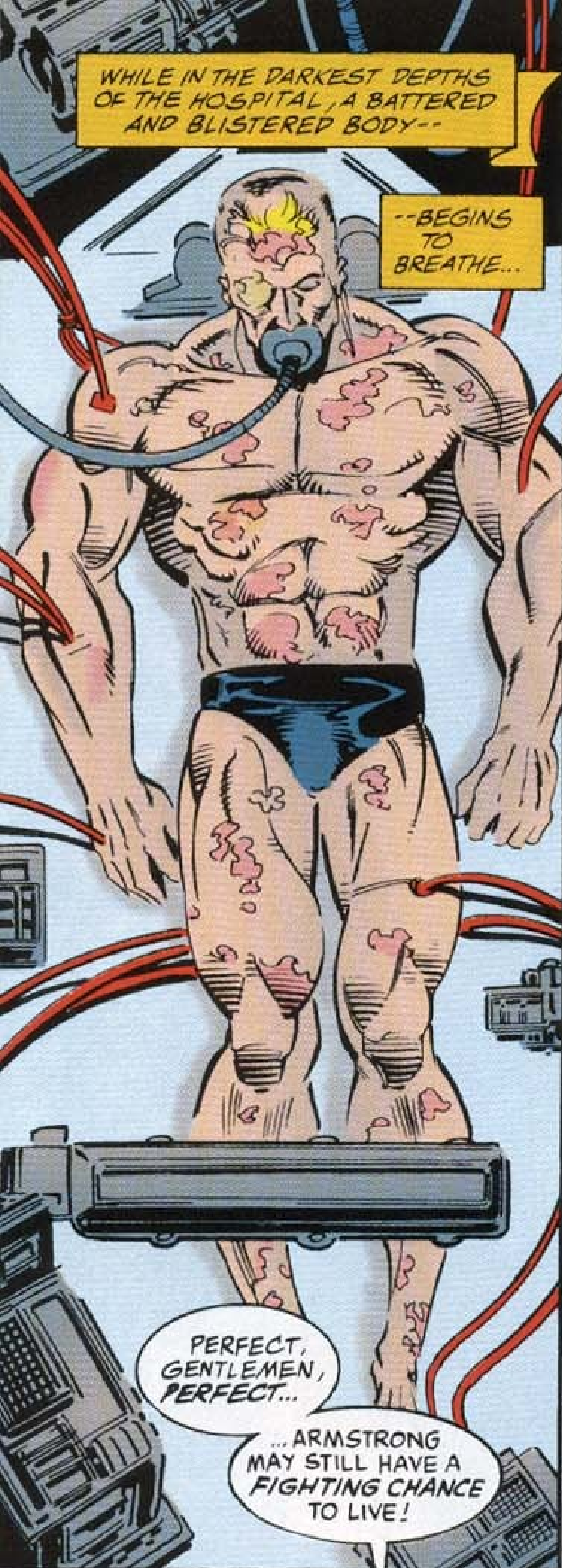

...I DON'T BATTLE CREEPS LIKE YOU BECAUSE I WANT TO...
...BUT BECAUSE I HAVE TO!
OWCH!!


THAT'S IT... RUN, LIKE THE PITIFUL COWARDS YOU ARE!
COULD GO AFTER 'EM... BUT IT'S MORE IMPORTANT TO CHECK ON THE PATIENTS!
DON'T GET SO COCKY, HERO...
...IF WE DIDN'T HAVE A PRIOR APPOINTMENT, WE'D STAY HERE AND KICK YOUR...
GEEZ, CORDITE, YOU'RE REALLY BLEEDING!
GOTTA IMPLEMENT... PLAN B!


NOW THAT'S FUNNY... WHY WOULD THEY CUT AND RUN LIKE THAT??
UH-OH! SPIDER--
KA-BOOOM


WE'RE THE BACK-UP STRIKERS FOR A REASON, SHELL...
...'CAUSE WHEN EVERYBODY ELSE FUMBLES THE BALL, WE GET TO BREEZE IN AND MAKE THINGS RIGHT!
YEAH... RIGHT FOR US!!
HA HA HA! YEAH... AND OUR BANK ACCOUNTS!


EXCELLENT SHOT, MAN! IF THERE'S ANYTHING LEFT OF THAT SPIDER-JERK, I'LL EAT MY STEEL MESH HAT!
ANYWAYS, THE SMOKE SHOULD COVER THEIR ESCAPE... NOW LET'S BEAT FEET TO THE RENDEZVOUS POINT!





THE PROCEDURE'S STILL *EXPERIMENTAL*, UNTESTED FOR THE MOST PART. THIS WILL COST ME--ONE WAY OR ANOTHER, PROFESSIONALLY AND PERMANENTY--

--BUT YOUNG ARMSTRONG HAS NOTHING *LEFT* TO LOSE ANYMORE.

HE'S OUT OF TIME.

SO I'M OUT OF OPTIONS...

TEK

AND FAR, FAR SOUTH-- IN A DAMP AND CRAMPED PLACE, DEEP BENEATH THE FLORIDA EVERGLADES--

--AS IF IN RESPONSE TO THE HUM OF THE GREAT MACHINES WHICH PUMP LIFE BACK INTO THE BATTERED SECURITY AGENT'S BODY--

--SOMETHING SAVAGE STIRS...

NEXT: IN SPIDER-MAN SUPER SPECIAL #1: BIRTH PAINS!

MARVEL COMICS

AMAZING SPIDER-MAN SUPER SPECIAL™

FEATURING

SCARLET SPIDER

PART 1 of FIVE

